

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

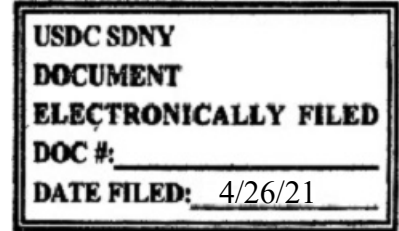
MICHAEL L. FERGUSON, MYRL C.  
JEFFCOAT, and DEBORAH SMITH, on  
behalf of the DST SYSTEMS, INC. 401(K)  
PROFIT SHARING PLAN, et al.,

Plaintiffs,

v.

RUANE CUNNIFF & GOLDFARB INC., DST  
SYSTEMS, INC., THE ADVISORY  
COMMITTEE OF THE DST SYSTEMS, INC.  
401(K) PROFIT SHARING PLAN and THE  
COMPENSATION COMMITTEE OF THE  
BOARD OF DIRECTORS OF DST SYTEMS,  
INC.,

Defendants.



Case No. 17-CV-06685 (ALC)

**NOTICE AND [PROPOSED]  
ORDER FOR WITHDRAWAL OF  
COUNSEL**

Please take notice that, upon the annexed declaration, and subject to the approval of the Court, Joshua D. Kaye hereby withdraws as counsel for defendants DST Systems, Inc., the Advisory Committee of the DST Systems, Inc., 401(k) Profit Sharing Plan, and the Compensation Committee of the Board of Directors of DST Systems, Inc. (the "DST Defendants"). Lewis R. Clayton, Jessica S. Carey, and Jeffrey J. Recher of Paul, Weiss, Rifkind, Wharton & Garrison LLP will continue to represent the DST Defendants in this proceeding.

Dated: April 23, 2021  
New York, New York

Respectfully submitted,

PAUL, WEISS, RIFKIND, WHARTON &  
GARRISON LLP

/s/ Joshua D. Kaye

Lewis R. Clayton  
Jessica S. Carey  
Jeffrey J. Recher  
Joshua D. Kaye

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New York, NY 10019  
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*Counsel for the DST Defendants*

SO ORDERED:

A handwritten signature in blue ink, appearing to read "Barbara Moses", is written over a horizontal line.

Barbara Moses U.S.M.J.  
April 26, 2021

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SOUTHERN DISTRICT OF NEW YORK

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JEFFCOAT, and DEBORAH SMITH, on  
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Defendants.

Case No. 17-CV-06685 (ALC)

**DECLARATION OF JOSHUA D. KAYE**

I, Joshua D. Kaye, declare and state as follows:

1. I am an associate at the law firm of Paul, Weiss, Rifkind, Wharton & Garrison LLP (“Paul, Weiss”), an international law firm with its principal offices at 1285 Avenue of the Americas, New York, New York 10019, counsel for defendants DST Systems, Inc., the Advisory Committee of the DST Systems, Inc. 401(k) Profit Sharing Plan, and the Compensation Committee of the Board of Directors of DST Systems, Inc. (the “DST Defendants”). I submit this declaration in compliance with Local Rule 1.4 to notify the Court that I am withdrawing as counsel for the DST Defendants because I am leaving the employ of Paul, Weiss.

2. Lewis R. Clayton, Jessica S. Carey, and Jeffrey J. Recher of Paul, Weiss, Rifkind, Wharton & Garrison LLP will continue to represent the DST Parties in this proceeding.

3. My withdrawal will not delay the matter or prejudice any party.

4. I am not retaining a charging lien.

I certify under penalty of perjury that the foregoing is true and correct.

Dated: April 23, 2021  
New York, New York

/s/ Joshua D. Kaye  
Joshua D. Kaye

**CERTIFICATE OF SERVICE**

I hereby certify that, on April 23, 2021, I caused a true and correct copy of the foregoing to be served upon all parties to this litigation via the CM/ECF system, and on April 23, 2021, caused a true and correct copy of the foregoing to be served upon Anthony Marinello of SS&C Technologies, Inc. by Federal Express for overnight delivery.

April 23, 2021  
New York, New York

/s/ Joshua D. Kaye  
Joshua D. Kaye